

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS

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IAIN FRASER, STEVE TRITTSCHUH, :
PAUL CALIGUIRI, SEAN BOWERS, :
MARK SEMIOLI, RHETT HARTY, : Civil Action
DAVID SCOTT VAUDREUIL, MARK DODD, : No. 97-10342(GAO)
TIM MARTIN, and MARK DOUGHERTY :
:
Plaintiffs, :
:
v. :
:
MAJOR LEAGUE SOCCER, L.L.C., :
KRAFT SOCCER, L.P., ANSCHUTZ :
SOCCER, INC., TEAM COLUMBUS :
SOCCER LLC, TEAM KANSAS CITY :
SOCCER LLC, LOS ANGELES SOCCER :
PARTNERS, L.P., EMPIRE SOCCER :
CLUB, L.P., WASHINGTON SOCCER, :
L.P., and UNITED STATES SOCCER :
FEDERATION, INC. :
:
Defendants. :
-----X

DOCKETED

STIPULATION AND ORDER

IT IS HEREBY STIPULATED AND AGREED, by and between
the undersigned defendant United States Soccer Federation,
Inc. ("USSF"), on behalf of itself and its officers, agents,
servants, employees and attorneys, and all persons in active
concert or participation with them, and class plaintiffs Iain
Fraser, Steve Trittschuh, Paul Caliguiri, Sean Bowers, Mark
Semioli, Rhett Harty, David Scott Vaudreuil, Mark Dodd, Tim
Martin, and Mark Dougherty (collectively referred to herein as

EXHIBIT

"B"

the "Class Plaintiffs"), by and through their undersigned counsel, that:

1. USSF will not impose, implement, or enforce, in any way, those rules, statutes, or regulations adopted by the Federation Internationale de Football Association relating to the payment of transfer fees or training and development fees ("transfer fee rules") for professional soccer players who are free of contractual obligations to other teams ("out of contract players").

2. USSF will not directly or indirectly prevent a player from playing in Major League Soccer ("MLS") by failing to register an out of contract player in the United States because MLS has not complied with the transfer fee rules with respect to out of contract players.

3. USSF will not directly or indirectly prevent an out of contract player from playing in MLS on the ground that such a player has not received an international transfer certificate from a foreign soccer association because the player's previous team has demanded a transfer fee and MLS has declined to pay such a fee.

4. Within five days of the entry of this Stipulation as an Order of the Court, the Class Plaintiffs will withdraw their motion for partial summary judgment as it

pertains to USSF, without prejudice, and USSF will withdraw its cross-motion for summary judgment, without prejudice.

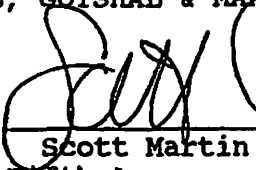
5. In the event that the Court grants Class Plaintiffs' Motion for Injunctive Class Certification, Class Plaintiffs will, on behalf of such class and subject to the Court's approval pursuant to Rule 23 of the Federal Rules of Civil Procedure, voluntarily dismiss Count II of the Class Action Complaint with prejudice with respect to USSF within five days of the final judicial determination upholding such Order, including any appeal therefrom.

6. In the event of a final judicial determination the effect of which is the denial of Class Plaintiffs' Motion for Injunctive Class Certification, USSF shall have the right to terminate its obligations pursuant to this Stipulation and Order or to demand that the Class Plaintiffs named above voluntarily dismiss Count II of the Class Action Complaint with prejudice with respect to USSF, and USSF shall provide written notice to counsel for Class Plaintiffs, within ten business days of such judicial determination, of its exercise of such right.

7. Until there is a final judicial determination with respect to Class Plaintiffs' Motion for Injunctive Class Certification, Class Plaintiffs will not prosecute Count II of the Class Action Complaint with respect to USSF.

Dated: July 28, 1997

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-and-

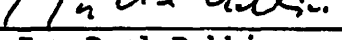
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Attorneys for United States
Soccer Federation, Inc.

SO ORDERED:


United States District Judge